

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
WESTERN DIVISION AT TOLEDO

In re:	)	Chapter 11
)	
VAN HAM DAIRY, LLC,	)	Case No. 10-33231
)	
Debtor.	)	Hon. Richard L. Speer
)	
In re:	)	Chapter 11
)	
VAN HAM DAIRY LEASING, LLC	)	Case No. 10-36120
)	
Debtor.	)	Hon. Richard L. Speer

MOTION FOR JOINT ADMINISTRATION

Van Ham Dairy, LLC ("Dairy") and Van Ham Dairy Leasing, LLC ("Leasing"; Leasing and Dairy are collectively referred to as "Debtors"), the debtors and debtors in possession in the above captioned chapter 11 cases ("Chapter 11 Cases"), hereby file this motion ("Joint Administration Motion") for entry of an order directing the joint administration of their respective Chapter 11 Cases pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure ("Bankruptcy Rules") and Rule 1015-2 of the Local Rules of the United States Bankruptcy Court for the Northern District of Ohio ("Local Bankruptcy Rules") under the Dairy's Chapter 11 Case.

JURISDICTION

1. On May 10, 2010 ("Dairy Petition Date"), Dairy filed with the United States Bankruptcy Court for the Northern District of Ohio, Western Division at Toledo ("Court"), its voluntary petition for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. as amended ("Bankruptcy Code") commencing Dairy's chapter 11 case (the "Dairy Chapter 11 Case").

2. On September 3, 2010, Leasing filed with the Court its voluntary petition for relief under Chapter 11 of the Bankruptcy Code commencing its chapter 11 case (the "Leasing Chapter 11 Case").

3. The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code, as limited by the Stipulated Order (Docket No. 118) entered by the Court on June 4, 2010 in the Dairy Chapter 11 Case.

4. No trustee or examiner has been appointed, and no committee has yet been appointed or designated in the Leasing Chapter 11 Case. The U.S. Trustee filed a Notice of Appointment of Unsecured Creditors Committee (Docket No. 100) on May 18, 2010 appointing an unsecured creditors committee (the "Committee") in the Dairy Chapter 11 Case. On June 15, 2010, the Court entered an Order (Docket No. 137) authorizing the Committee's retention of counsel in the Dairy Chapter 11 Case.

5. This Court has jurisdiction to consider this Joint Administration Motion pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). Venue is proper before this Court under 28 U.S.C. §§ 1408 and 1409.

6. The statutory bases for the relief sought herein are Bankruptcy Rule 1015(b) and Local Bankruptcy Rule 1015-2.

RELIEF REQUESTED

A. Summary of Relief

7. By this Joint Administration Motion, Debtors seek entry of an order authorizing the joint administration of the Leasing Chapter 11 Case with the Dairy Chapter 11 Case under the case number assigned to the Dairy (10-33231-RLS-11) pursuant to Local

Bankruptcy Rule 1015-2(b). The Debtors request that the caption of their Chapter 11 Cases be modified to reflect the joint administration of the Chapter 11 Cases, as follows:

In re:	)	Chapter 11
)	
VAN HAM DAIRY, LLC, et al., ¹	)	Case No. 10-33231-RLS-11
	)	Hon. Richard L. Speer
Debtors.	)	(Jointly Administered)

B. Basis for Relief

8. Debtors are filing interrelated plans of reorganization in the Chapter 11 Cases. The respective plans will affect substantially the same creditors in each of the Chapter 11 Cases. The respective plans and disclosure statements concern similar facts and circumstances.

9. The Dairy's operations are expected to fund the payment of Leasing's allowed claims. Joint administration of the Chapter 11 Cases will save time and resources for all parties in interest. Joint administration of the Debtors' Chapter 11 Cases will streamline the disclosure statement and plan process for both Debtors and their respective creditors and should reduce fees and costs resulting from the administration of these Chapter 11 Cases.

10. The rights of the Debtors' respective creditors will not be adversely affected by the joint administration of these Chapter 11 Cases, because this motion requests only administrative, not substantive, consolidation of the estates. Each of the Debtors' creditors will benefit from the reduced costs as a result of such joint administration. Finally, supervision of the administrative aspects of these Chapter 11 Cases by the Office of the United States Trustee will be simplified.

11. Based on the foregoing, the joint administration of the above-captioned Chapter 11 Cases is in the best interests of the Debtors, their creditors and all parties in interest.

¹ The Debtor entities are Van Ham Dairy, LLC and Van Ham Dairy Leasing, LLC.

C. Applicable Authority

12. Joint procedural administration of related Chapter 11 Cases is allowed pursuant to Bankruptcy Rule 1015(b), Local Bankruptcy Rule 1015-2 and section 105 of the Bankruptcy Code. The relief sought in this Joint Administration Motion is for procedural administration only.

13. Section 1015 of the Bankruptcy Rules provides that, "If a joint petition or two or more petitions are pending in the same court by or against . . . (4) a debtor and an affiliate, the court may order a joint administration of the estates. Prior to entering an order the court shall give consideration to protecting creditors of different estates against potential conflicts of interest."

14. Because upcoming hearings on the adequacy of disclosure statements, confirmation hearings, and noticing related thereto will be more efficient and less costly if the Chapter 11 Cases are jointly administered and because no parties in interest will be harmed thereby, the Court has authority to and should order the joint administration of the Chapter 11 Cases.

15. Counsel for Leasing has authorized counsel for Dairy to represent that Leasing supports and consents to this Joint Administration Motion.

NO PRIOR REQUEST

16. No previous request for the relief requested herein has been made to this Court in these Chapter 11 Cases.

WHEREFORE, the Debtors respectfully request that the Court enter an Order
(a) authorizing the joint administration of the Dairy Chapter 11 Case with the Leasing
Chapter 11 Case under the case number assigned to the Dairy and (b) granting all other proper
relief.

Respectfully submitted,

BAKER & DANIELS LLP

John R. Burns (Ohio Bar #0003349)
111 East Wayne Street, Suite 800
Fort Wayne, IN 46802
Telephone: (260) 424-8000
Facsimile: (260) 460-1700
john.burns@bakerd.com

By: /s/ John R. Burns
Counsel for Van Ham Dairy, LLC

Terry E. Hall (Indiana Bar #22041-49)
300 N. Meridian Street, Suite 2700
Indianapolis, IN 46204
Telephone: (317) 237-0300
Facsimile: (317) 237-1000
terry.hall@bakerd.com

By: /s/ Nathan A. Hall
Counsel for Van Ham Dairy Leasing, LLC

Nathan A. Hall
David J. Coyle
Shumaker, Loop & Kendrick, LLP
1000 Jackson
Toledo, OH 43604-5573
419-241-9000
Fax : 419-241-6894
Email: nhall@slk-law.com

CERTIFICATE OF SERVICE AND
NOTICE PURSUANT TO LOCAL RULE 9013-1

This is to certify that the **Motion for Joint Administration** has been filed with the United States Bankruptcy Court for the Northern District of Ohio Western Division and served on September 13, 2010, via electronic notification and/or regular U.S. Mail as indicated below.

PLEASE TAKE NOTE that parties have fourteen (14) days from the date of service, as set forth on the Certificate of Service herein, to file an objection, and that if an objection is not timely filed with the Court and served on the Movant, c/o John R Burns, Baker & Daniels, LLP, 111 E. Wayne St., Ste. 800, Fort Wayne, Indiana 46802, that the Court may grant the relief requested without further notice.

/s/ John R. Burns

DERRICK RIPPY
US TRUSTEE (REGION 9)
HOWARD M. METZENBAUM U.S.
COURTHOUSE
201 SUPERIOR AVE., EAST - SUITE 441
CLEVELAND, OH 44114

DEAN FOODS
4420 BISHOP LN
LOUISVILLE, KY 40218-4506

LEE D. POWAR
HAHN LOESER & PARKS LLP
200 PUBLIC SQUARE, SUITE 2800
CLEVELAND, OH 44114
LDPOWAR@HAHNLAWS.COM

MICHAEL S. McELWEE
VARNUM LLP
333 BRIDGE STREET, NW
GRAND RAPIDS, MI 49504
MSMCELWEE@VARNUMLAW.COM

MATTHEW R. DUNCAN
BUCKINGHAM, DOOLITTLE & BURROUGHS,
LLP
3800 EMBASSY PARKWAY, SUITE 300
AKRON, OH 44333-8332
[CM/ECF]

INTERNAL REVENUE SERVICE
INSOLVENCY GROUP 3
1240 EAST NINTH STREET, ROOM 457
CLEVELAND, OH 44199

FIRST FEDERAL BANK OF THE MIDWEST
PO BOX 248
DEFIANCE, OH 43512-0248

CHRISTOPHER B. WICK
HAHN LOESER & PARKS LLP
200 PUBLIC SQUARE, SUITE 2800
CLEVELAND, OH 44114
[CM/ECF]

JOHN O'BRIEN
SNELL & WILMER L.L.P.
1200 SEVENTEENTH STREET, SUITE 1900
DENVER, CO 80202-5854
JOBRIEN@SWLAW.COM

TIMOTHY E. EAGLE
VARNUM LLP
333 BRIDGE STREET, N.W.
GRAND RAPIDS, MI 49501-0352
[CM/ECF]

CNH CAPITAL
PO BOX 7247-0170
PHILADELPHIA, PA 19170-0001

NANCY A. VALENTINE
HAHN LOESER & PARKS LLP
200 PUBLIC SQUARE, SUITE 2800
CLEVELAND, OH 44114
[CM/ECF]

EMILY W. LADKY
HAHN LOESER & PARKS LLP
200 PUBLIC SQUARE, SUITE 2800
CLEVELAND, OH 44114
ELADKY@HAHNLAWS.COM

PATRICK J. KEATING
BUCKINGHAM, DOOLITTLE & BURROUGHS,
LLP
3800 EMBASSY PARKWAY, SUITE 300
AKRON, OH 44333-8332
PKEATING@BDBLAW.COM

RAYMOND L. BEEBE
RAYMOND L. BEEBE CO., LPA
1107 ADAMS ST.
TOLEDO, OH 43604
[CM/ECF]

JASON V. STITT
KEATING MUETHING & KLEKAMP PLL
ONE EAST FOURTH STREET, SUITE 1400
CINCINNATI, OH 45202
[CM/ECF]

WILLIAM H. WEBSTER
OFFICE OF THE OHIO ATTORNEY GENERAL
2222 CENTENNIAL RD.
TOLEDO, OH 43617
[CM/ECF]

NATHAN A. HALL
SHUMAKER, LOOP & KENDRICK, LLP
1000 JACKSON STREET
TOLEDO, OH 43604-5573
[CM/ECF]

DAVID J. COYLE
SHUMAKER, LOOP & KENDRICK, LLP
1000 JACKSON STREET
TOLEDO, OH 43604-5573
DCOYLE@SLK-LAW.COM